

PATENT

Applicant: J. DIRK VERMEULEN ET AL.

For: SKIN CONDITION INDICATOR AND METHOD FOR DETECTING SKIN CONDITION

Serial No.: 10/709,183

Examiner: Zoe E. Baxter

Filed: April 20, 2004

Group Art Unit: 3735

Atty. Docket: 71528-0003

Commissioner for Patents
P.O. Box 1450
Alexandria, VA 22313-1450

DECLARATION UNDER 37 C.F.R. § 1.131 OF J. DIRK VERMEULEN

J. Dirk VerMeulen hereby declares that:

1. I am a citizen of the United States and a resident of Grand Rapids, Kent County, Michigan. I am one of the inventors named in the above-identified U.S. patent application.

2. Prior to November 2, 2002, my fellow inventors and I had conceived the concept of an indicator for characterizing human skin condition, where the indicator comprises a flowable carrier, suitable for application to human skin, and at least one dye soluble with oil found on human skin and visually changeable when in solution with oil on human skin. In our concept, any visual change in the at least one dye is proportional to the amount of the oil present in solution. When the indicator is applied to an area of human skin, and the at least one dye contacts and reacts with the oil in the area, the indicator will display a visual indication of the skin condition in the area based on the amount of the oil in the area.

3. Attached as Exhibit A is a copy of an entry dated January 29, 2002 from my notebook; the entry corresponds to pages 1, 3, 4, and 5 of the notebook. Prior to this entry, I had contemplated a concept of using an indicator for determining hair condition, and the entry demonstrates expansion of the concept to a visual indicator for determining skin condition related to the level of oil on the skin. My notes explain that the indicator can be in the form of a facial mask, show a reference for comparison with the indicator for determining skin condition, and mention using the indicator for recommending cosmetic products. Included in the notes on

page 4 is a document providing an overview of Project Chameleon [sic], which is the name selected for the project related to developing the skin condition indicator along with other indicator concepts. My notes further state that I initiated a discussion with Stuart Ray, a potential business partner, and John VerMeulen, a business partner and fellow inventor.

4. Attached as Exhibit B is a list of discussion items for the meeting referenced in (3) with Stuart Ray and John VerMeulen. The list is dated January 31, 2002, which is the same day as the meeting, and includes my concern about confidentiality of the information discussed; all at the meeting agreed our conversation was confidential. Our conversation was high-level, and while the cosmetic concept is listed as a discussion item, there was no specific discussion of this concept.

5. Attached as Exhibit C is a computer generated document created on February 12, 2002 providing a strategic plan for Project Chameleon. This document was created in preparation of a meeting with Tom Schwarz, Director of Entrepreneurialism at Grand Valley State University, who was recommended by Stuart Ray as a resource for identifying people to help develop our indicator concepts, on the same day but was not provided to Tom Schwarz. During the meeting, we did not specifically discuss the skin condition indicator.

6. Attached as Exhibit D is an electronic mail message sent to Tom Schwarz on February 13, 2002. In the message, I thank Tom for his willingness to help me, John VerMeulen, and Stuart Ray, identify resources to build competencies to incubate several indicator concepts. I also stress the importance of keeping any shared information confidential.

7. Attached as Exhibit E is a computer generated document created on April 19, 2002 providing an enhanced overview of Project Chameleon (an enhanced version of the document provided on page 4 of my notebook in Exhibit A). This document was created in preparation of a meeting with Dave Brenner and Tom Edward of Idea Works, who was recommended by Tom Schwarz as a resource for identifying people to help develop our indicator concepts, on the same day but was not provided to Dave Brenner and Tom Edward. The document states the need for discussing feasibility of the skin condition indicator concept with a cosmetic or chemical scientist or engineer. During the meeting, the conversation, which we agreed was confidential, was high-level, and we did not discuss specifics of the skin condition indicator.

8. Attached as Exhibit F is an electronic mail message sent to Dave Brenner and Tom Edward on April 22, 2002. In the message, I thank Dave and Tom for recommending William ("Bill") Dommer as a resource to discuss feasibility of the concept regarding the cosmetic and hair care industry.

9. Attached as Exhibit G is a Non-Disclosure Agreement dated June 27, 2002 between Bill Dommer and myself. On this day, we discussed the skin condition indicator concept in detail.

10. Attached as Exhibit H is a copy of an entry from my notebook reflecting a meeting with Bill Dommer. The entry is not dated but was created on or after June 27, 2002 and at least before August 2, 2002. The notes in the entry provide particular ingredients of the skin condition indicator, including a carrier and oil-soluble dyes (e.g., red 17, yellow 11, and violet 2).

11. Attached as Exhibit I is a copy of my notes from a meeting with Bill Dommer. The notes are not dated but were taken on or after June 27, 2002 and at least before August 2, 2002. The notes provide specific ingredients for the skin condition indicator, including a carrier and oil-soluble dyes (e.g., D&C colorants).

12. Attached as Exhibit J is a computer printout of online research I conducted on August 2, 2002 related to cosmetic dyes in an effort to locate a supplier of the dyes for purposes of prototype production. The list of cosmetic dyes includes D&C colorants.

13. Attached as Exhibit K is a quote provided to me by LCW dated August 27, 2002, a supplier of cosmetic dyes, for three types of D&C colorants.

14. During the months of September and/or October 2002, we began experimentation and produced working prototypes of the skin condition indicator comprising the carrier and the oil-soluble dye.

15. On September 20, 2002, I met with patent counsel regarding this invention. I continued to work with my patent counsel to prepare and file the provisional patent application 60/320,126, which was filed on April 21, 2003, and the present non-provisional patent application, which claims priority from the provisional patent application.

16. The documents show a reduction to practice of the invention disclosed in the provisional patent application 60/320,126 and the present non-provisional patent application, which claims priority from the provisional patent application, prior to November 2, 2002 or at

least a conception prior to November 2, 2002, with due diligence to a reduction to practice subsequent to November 2, 2002.

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issuing thereon.

Dated: FEBRUARY 12, 2007

By 
J. DIRK VERMEULEN

G0278938.DOC

EXHIBIT A

JAN. 29, 2002

INITIAL DISCUSSION w/ BOB & SMART BOY REGARDING
A NUMBER OF COMMENTS THAT I HAVE BEEN
THINKING ABOUT & DISCUSSING w/ SELECT INDIVIDUALS
OVER THE PAST NUMBER OF YEARS.

THIS DATE FRIDAY, I REQUESTED SMART BOY'S RESPONSE
ON WHAT HE THOUGHT ABOUT ONE OF MY IDEAS.
THE IDEA I SUGGESTED RELATED TO DAIRY PRODUCTS.
SPECIFIC
THE EXAMPLE I SUGGESTED WAS THE NEED TO
DEVELOP AN INDICATOR THAT WOULD ALERT THE
CONSUMER (VIZUALLY) THAT THE MILK (OR OTHER
DAIRY PRODUCT) HAD SPOILED (SPOKE) AND THAT
IT SHOULD NOT BE USED - THUS SAVING THE CONSUMER
FROM TASTING, SMELLING AND WASTING THE PRODUCT
WHICH HAD SPOILED.

THE INDICATOR, IN THE ABOVE EXAMPLE, WOULD MOST
LIKELY BE INTEGRATED INTO THE PACKAGING (CONTAINER)
~~AREA~~.

W/IN THE DAIRY INDUSTRY, THERE'S SOMEWHAT PROBABLY NOT UNUSUAL
OF MANY PRODUCTS. THERE IS ALSO A LACK OF
(RELATIVE TO MANY OF THE PRODUCTS)
COMPETITIVE DIFFERENTIATION. THIS INDICATOR ~~CONCEPT~~ IS
CERTAINLY A ~~CONCEPT~~ THAT COULD BE UTILIZED AS A
VALUABLE TOOL TO ~~MARKET~~ ^{MARKET} DIFFERENTIATION IN
AN INDUSTRY ~~WHERE~~ ^{WHERE} AMERICANS ALONE CONSUME BILLIONS
OF GALLONS OF MILK ANNUALLY.

CONCEPTS

PRODUCTS 6 to 32 DISCUSSED w/ DAS & STUART RAY, PHD
COMPLETED ON JAN 31ST, 2002.

Project Camelion

Camelion is an indicator that changes its color depending on the level of _____ oil, which is naturally secreted from the hair follicles on your scalp and facial areas. Thus analyzing whether you have Dry, Normal and Oily hair, as well as, which regions of the facial area are Dry, Normal, and Oily.

The indicator can be applied to you facial area in the form of a facial mask, changing colors to indicate the dry, normal and oily areas on one's face

The indicator can be applied to you hair in the form of a prewash solution to indicate what condition your hair is in, thus, changing colors which indicate whether your hair is Dry, Normal, or Oily.

It is used to determine which set of hair care products will balance your hairs needs.

It is used to determine which set of facial cosmetic products need to be used in which areas to balance your facial skin care needs

No one has ever marketed their products this way.

This process tells the consumer exactly what set of products they need.

Scientifically, the indicator allows the consumer to analyze in a objective fashion, which product will work the best for them and provide them the desired results they hope for.
Perfect hair, Perfect skin

This is a new paradigm in an otherwise saturated marketplace.

An entire line of hair care and facial cosmetic products can be marketed around this concept.

This will drive the consumer to buy more products.

File # 100-442624 - SUBJECT: BUREAU

very long { long { warm { dry { very dry

$\leftarrow \text{RANGE} \rightarrow$

2014052

Serial - mark applicant



Age group
Cummulative %

Company's Research

2. 11

Clinique

Thatcher & Thoson

harcum

Paul Mitchell

1) Rural locality →
 Income ^{Logarithm} →
 Change living before →

EXHIBIT B

Stuart, John, & Dirk meeting

January 31, 2002

Discussion Items for Project Chameleon

- 1) Feedback back on our Dairy Fresh discussion from last Friday
- 2) Steps to take forward this and other ideas
- 3) How do we protect the confidentiality and proprietary nature of the information being discussed
- 4) Rolls – What rolls do we see ourselves having, Stuart, John, Dirk
- 5) Additional concepts to be discussed for project Chameleon
 - a. Freshness –
 - b. Time based –
 - c. Temperature –
 - d. Cosmetic –
 - e. Hair care –

Above link to consumables, durable goods, medical etc...

EXHIBIT C

Project Chameleon (PC)

PC mission is to create indicator technology that can be applied for and to the benefit of targeted industries and their customers.

Indicator concept categories:

- Perishable freshness
- Time
- Temperature
- Cosmetic
- Hair care

competitive differentiation in industries that are will spent hundreds of millions of dollars to gain just 1% of new market share

First step is to establish a core group that will assess the feasibility and competencies needed to incubate each concept.

The next step for the core group once a decision has been made to incubate a concept is to assemble the resources required to transform each concept into reality.

Once the group has delivered on the proof of concept and acquired the appropriate legal protection.

These concept categories can be applied to may different products in Consumables, durable goods, pharmaceuticals, medical, etc

Also, as we begin to discuss group competencies, one way to look at this is from a prospective investors point of view. Specifically, preparing the group (depending on the role of the group) to successfully navigate the rigorous due diligence process that prospective investors apply in the evaluation of opportunities. Sample areas that are evaluated throughout the due diligence process include but are not limited to the following:

Feasibility
Management
Business plan and model
Risk factors
Market opportunity
Marketing and distribution
Advertising and sales
Operations and technology

Final Showing Markup

Show

Normal + Arial

12

B I U

75%

Type a question for help

1 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25 26 27 28 29 30 31 32 33 34 35 36 37 38 39 40 41 42 43 44 45 46 47 48 49 50 51 52 53 54 55 56 57 58 59 60 61 62 63 64 65 66 67 68 69 70 71 72 73 74 75 76 77 78 79 80 81 82 83 84 85 86 87 88 89 90 91 92 93 94 95 96 97 98 99 100

1 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25 26 27 28 29 30 31 32 33 34 35 36 37 38 39 40 41 42 43 44 45 46 47 48 49 50 51 52 53 54 55 56 57 58 59 60 61 62 63 64 65 66 67 68 69 70 71 72 73 74 75 76 77 78 79 80 81 82 83 84 85 86 87 88 89 90 91 92 93 94 95 96 97 98 99 100

1 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25 26 27 28 29 30 31 32 33 34 35 36 37 38 39 40 41 42 43 44 45 46 47 48 49 50 51 52 53 54 55 56 57 58 59 60 61 62 63 64 65 66 67 68 69 70 71 72 73 74 75 76 77 78 79 80 81 82 83 84 85 86 87 88 89 90 91 92 93 94 95 96 97 98 99 100

1 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25 26 27 28 29 30 31 32 33 34 35 36 37 38 39 40 41 42 43 44 45 46 47 48 49 50 51 52 53 54 55 56 57 58 59 60 61 62 63 64 65 66 67 68 69 70 71 72 73 74 75 76 77 78 79 80 81 82 83 84 85 86 87 88 89 90 91 92 93 94 95 96 97 98 99 100

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The next step for the core group once a decision has been made to incubate a concept is to assemble the resources required to transform each concept into reality.

Once the group has delivered on the proof of concept and acquired the appropriate legal protection.

These concept categories can be applied to many different products in Consumables, durable goods, pharmaceuticals, medical, etc

Also, as we begin to discuss group competencies, one way to look at this is from a prospective investors point of view. Specifically, preparing the group (depending on the role of the group) to successfully navigate the rigorous due diligence process that prospective investors apply in the evaluation of opportunities. Sample areas that are evaluated throughout the due diligence process include but are not limited to the following:

Project Camelion Properties

General

Summary

Statistics

Contents

Custom

Created: Tuesday, February 12, 2002 4:30:00 PM
Modified: Tuesday, February 12, 2002 8:44:04 PM

Font

EXHIBIT D

Subj: **Incubation of bio-tech concepts**
Date: 02/13/2002 5:36:27 PM Eastern Standard Time
From: JDVJR68
To: schwarz@gsu.edu
CC: JDVER1, stuart@bkwestmich.com

Tom,

It was good to have met you earlier today.

I appreciate your willingness to help John, Stuart and me identify resources that may be of assistance as we look to build the necessary competencies to incubate several concepts.

The concepts we want to incubate deal primarily with chemical / bio technology to create a variety of indicators that can be applied within different industries, product categories and consumer groups.

The first concept relates to perishable food products.

The following example focuses on Milk and the Dairy industry - we call it "Dairy Fresh"

The Dairy industry is highly commoditized. There are no dominant producers and distributor of milk nationally. The producers and distributors lack product and competitive differentiation. Annually, billions of gallons of milk alone are consumed in the US. Imagine the appeal to companies if they could leverage the technology that we want to develop and collectively gain market share from their competitors (a small increase in marketshare in an industry this large represents a large increase in revenue).

We believe producers and distributors would benefit significantly from and leverage the innovative concept we want to incubate to increase:

Competitive differentiation
Market share growth for companies,
Increased consumption in the industry
Brand loyalty
etc.

The "Dairy Fresh" example takes the form of an indicator that is integrated into the packaging of the milk. This indicator alerts the consumer visually that the milk is no longer "fresh" and, for most people, probably not suitable to be consumed. Thus, the indicator informs the consumer that they need to replace the milk, as well as, helps them avoid having to rely on smelling or tasting the milk, avoiding a potentially unpleasant experience.

I hope this overview and example effectively explains what we are working to do. I look forward to hearing from you.

Please keep this information confidential. We are working very hard to keep this in stealth mode.

Sincerely,

Dirk VerMeulen

EXHIBIT E

Project Chameleon

Chameleon is an indicator that changes its color depending on the level of sebum in your hair/scalp or facial areas. Sebum is secreted naturally from the sebaceous glands, which depending on the amount of sebum produced by ones skin and scalp determine whether or not some one has very dry, dry, normal, oily or very oily skin and/or hair. Facial cosmetics and hair care products are formulated with this in mind.

Facial cosmetics

This indicator could be applied to the facial area in the form of a mask, changing colors to indicate the dry, normal and oily areas on ones face.

The indicator can be used to determine which set of facial cosmetic products need to be used in which areas of your face to balance you facial skin care needs.

Hair care

The indicator can be applied to your hair in the form of a prewash solution to indicate whether ones hair is dry, normal or oily.

A benefit of an indicator like this is that it visually informs the consumer which set of hair care products will balance your hair needs

Market opportunity

An entire line of hair care and facial cosmetic products can be marketed around this concept

No one has marketed their products this way.

New paradigm in that creates differentiation in a highly competitive market constantly looking for innovation

The process informs the customer what they need

The indicator enables the consumer to analyze which products with work best for them and provide them with the desired results the hope for Perfect hair, Perfect skin

Capture a consumer from the neck up

Need to discuss feasibility with Cosmetic / Chemical - scientist / engineer

EXHIBIT F

Dirk VerMeulen

From: Dirk VerMeulen [dvermeulen@optisave.com]
Sent: Monday, April 22, 2002 3:50 PM
To: dbrenner@ideaworksllc.com; tedwards@ideaworksllc.com
Cc: Tom Schwarz
Subject: Thank you

Dave and Tom,

Thank you for taking the time to meet with Tom Schwarz and me this past Friday.

Also, I appreciate the name of Bill Dommer as someone who may be able to assist me as I work to determine the feasibility of the concept we discussed regarding the cosmetic and hair care industry.

I look forward to the possibility of working with you all and will let you know what Bill has to say once I have contacted him.

Best regards,

Dirk

EXHIBIT G

NON-DISCLOSURE AGREEMENT

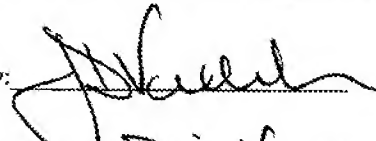
THIS NON-DISCLOSURE AGREEMENT is entered into as of the 27th day of June 2002 by and between Dirk VerMeulen ("Disclosing Party") and Bill Dommer ("Receiving Party").

Receiving Party will learn from the Disclosing Party, information, both orally and/or in writing, concerning the intellectual property and/or current or potential business of the Disclosing Party including, without limitation, discoveries, ideas and concepts and are hereinafter referred to as "Confidential Information"

All Confidential Information is deemed proprietary to the Disclosing Party. Accordingly, as a condition precedent to entering into discussions, and in connection with any business relationship, whether formal or informal, which is or may be established between the parties, the Receiving Party hereby agrees, as set forth below, to hold Confidential Information of the Disclosing Party, whether furnished before, on or after the date of this agreement, in the strictest confidence and not to disclose such information to anyone except upon the prior written consent of the Disclosing Party.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the date written above:

By:


Printed Name: Dirk VerMeulen

By:



Printed Name: Bill Dommer

EXHIBIT H

crater built mark w/ bentonite clay mark

Box 17 - ~~yellow~~ orange

yellow 11

violet 2

white 1

base w/ base

expansion w/ system & color

mark in this system -
hole

gray

white

color at the base to crack as much as possible

concentrations at the edges in the mark

maximum clearance will take 1 right off

small dirt in white

small dirt in yellow w/ equal parts red & yellow

would give gray marks - results w/ oil for

orange

EXHIBIT I

skin

system has to be free of oil -

wake based mask system →

absorbent →
extracts oil - bentonite clay / CTEA ^{new} montmorillonite clay

whitening agent -
absorbent -² kaolin

-² talc

-² titanium dioxide

-² ~~peroxide~~ magnesium / calcium carbonate

the clay is graded & has different oil absorbing characteristics - more absorbent the faster the process.

three primary - dye - benzoin - carbon
etc

opacity of the product allows color to develop & hides the skin tone

contrast agent -
opacity agent - hides the skin color & exfoliates

oil soluble 3
dye + whiteners + oil absorbent, by coating them. then
other not needed
(DSC colorants)

Ideal

enhance this visual appearance of oil
color indicator of oil

range of particles

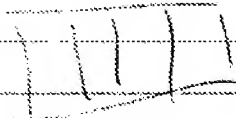


EXHIBIT J

Warner Jenkinson Cosmetic Colors

Warner Jenkinson Cosmetic Colors
and Pharmaceutical Ingredients
107 Wade Avenue
South Plainfield NJ 07080-131101

Phone: (908) 757-4500

Fax: (908) 757-3170

Trade Name Ingredients:

- Atlas White Titanium Dioxide 09985
- Black Iron Oxide C9233 Blend
- C8505 FD&C Yellow No. 5 Aluminum Lake
- C6527 D&C Red No. 27 Aluminum Lake
- C6530 D&C Red No. 30 Aluminum Lake
- C6607 D&C Red No. 7 Calcium Lake
- C6627 D&C Red No. 27 Aluminum Lake
- C6636 D&C Red No. 36
- Carmine 09350
- C7058 Cosmetic Brown Iron Oxide
- C7061 Cosmetic Brown Iron Oxide
- C7051 Cosmetic Red Iron Oxide
- C7104 Cosmetic Ultramarine Blue
- C7065 Cosmetic Umber Iron Oxide
- 85950 Chromium Oxide Green
- C7111 Hydrated Chrom Oxide Green
- Cosmetic Alumina Hydrate 36330
- 82140 Cosmetic Black Iron Oxide
- Cosmetic Black Iron Oxide C7133
- 16540 Cosmetic Brown Iron Oxide
- 32820 Cosmetic Brown Iron Oxide
- Cosmetic Brown Iron Oxide C7132
- Cosmetic Brown Iron Oxide C7148
- Cosmetic Red Iron Oxide C7054
- Cosmetic Red Iron Oxide C7068
- Cosmetic Red Iron Oxide C7070
- Cosmetic Red Iron Oxide C7072
- Cosmetic Red Iron Oxide C7134
- 34690 Cosmetic Red Oxide
- Cosmetic Ultramarine Blue C9204
- 35060 Cosmetic Yellow Iron Oxide
- Cosmetic Yellow Iron Oxide C7056
- Cosmetic Yellow Iron Oxide C7059
- Cosmetic Yellow Iron Oxide C7071
- C7106 Ultramarine Blue
- C7112 Ultramarine Blue
- C7105 Ultramarine Pink Blue Shade
- C7103 Ultramarine Rose
- C7102 Ultramarine Violet
- C7174 Umber Iron Oxide
- C 6506 D&C Red 6 Barium Lake
- C 6507 D&C Red No.7 Calcium Lake
- C 6521 D&C Red No. 21 Aluminum Lake
- C 6821 D&C Red No. 21 Aluminum Lake
- 09310 D&C Red No. 40 Aluminum Lake
- D & C Green #5 K7015
- D & C Green #6 K7016
- D & C Green #8 K7157
- D & C Orange #4 Aluminum Lake K7074
- D&C Orange No. 5 Aluminum/Zirconium Lake C6905
- D & C Orange #5 K7003
- D & C Red #6 Barium Lake K7096
- D & C Red #6 K7034
- D & C Red No. 6 Potassium Lake C6406
- D & C Red #7 Calcium Lake K7044
- D & C Red #7 Calcium Lake K7121
- D & C Red #7 Calcium Lake K7183

- D & C Red No. 7, Ca Lake C6507
- D & C Red #17 K7007
- D & C Red #21 K7061
- D & C Red #22 K7008
- D & C Red #27 K7053
- D & C Red #28 K7054
- D & C Red #30 Alum Lake K7156
- D & C Red #30 Taic Lake K7094
- D & C Red #33 Aluminum Lake K7192
- D & C Red #33 K7057
- D & C Red #34 Calcium Lake K7122
- D & C Red #36 C6636
- D & C Violet #2 K7014
- D & C Yellow #5 Zirconium Lake K7089
- D & C Yellow #6 Aluminum Lake K7009
- D & C Yellow #7 K7133
- D & C Yellow #8 K7005
- D & C Yellow #10 Aluminum Lake K7181
- D & C Yellow #10 K7059
- D & C Yellow #11 K7064
- K7074 D&C 04 Aluminum Lake
- Kowel Titanium Dioxide 09970
- 62050 Red Iron Oxide
- Red Oxide C9254 Blend
- TiO2 C9228 Blend
- 45750 Ultramarine Blue Oxide
- Yellow Iron Oxide C9255 Blend

Mixtures:

- 27700 Brown Iron Oxide
- 33890 Brown Iron Oxide
- C7129 Brown Iron Oxide Extender
- C7141 Brown Iron Oxide Extender
- C7147 Brown Iron Oxide Extender
- C7158 Brown Iron Oxide Extender
- C7172 Brown Iron Oxide Extender
- C7131 Cosmetic Black Oxide
- C7181 Cosmetic Brown Oxide Extender
- C9833 Hydrophilic Black Iron Oxide
- C9828 Hydrophilic Titanium Dioxide
- C9804 Hydrophilic Ultramarine Blue
- C9855 Hydrophilic Yellow Iron Oxide
- Cosmetic Brown Oxide C7144
- C7108 Peacock Blue
- C7139 Pink Iron Oxide Extender
- C7153 Pink Oxide Extender
- C7127 Red Iron Oxide Extender
- C7151 Suntan Extender
- C7162 Tan Iron Oxide Extender
- C7160 Umber Iron Oxide
- C7156 Yellow Iron Oxide Extender
- C7159 Yellow Iron Oxide Extender
- C7161 Yellow Iron Oxide Extender
- Hydrophobic Black Oxide C9333
- Hydrophobic Brown Oxide C9458
- Hydrophobic Chromium Oxide C9409
- Hydrophobic Kaolin C9400
- Hydrophobic Manganese Violet C9401
- Hydrophobic Red Oxide C9454
- Hydrophobic Taic C9441
- Hydrophobic TiO2 C9428
- Hydrophobic Ultramarine Blue C9404
- Hydrophobic Ultra Violet C9402
- Hydrophobic Yellow C9455
- 16240 Ochre Iron Oxide
- Rust Iron Oxide C7064
- 28730 Sienna Iron Oxide
- 28170 Sienna Iron Oxide
- 98290 Ultramarine Blue Extender

EXHIBIT K

LCW

187 West Avenue
South Plainfield, New Jersey 07080-1311
800-543-4824

0001

TO

Accommodation Billing Acct
2526 Baldwin Street
St. Louis MO
UNITED STATES

SHIPPED TO
COSMETIC LAST RESORT PRICES
ANYWHERE USA
UNITED STATES

CUSTOMER NO.

00009997

QUOTE NO.

0550988

QUOTED DATE

08/27/02

M.C. CUSTOMER P.O. NO. SHIPPED VIA

OPTISAVE

FREIGHT

FOB ORIGIN - COLLECT

TERMS

NET 30

| QUANTITY | UNIT | PRODUCT CODE | DESCRIPTION | ST | BATCH/LOT | QUANTITY | NUMBER | DYE | PRICE | NET AMOUNT |
|--|------|--------------|-------------------|----|-----------|----------|--------|-----|--------|------------|
| 44.09 | LB | K70071020 | D&C RED NO. 17 | | | | | | 77.74 | 3427.71 |
| 44.09 | LB | K70141020 | D&C VIOLET NO. 2 | | | | | | 127.48 | 5620.85 |
| 44.09 | LB | K70641020 | D&C YELLOW NO. 11 | | | | | | 52.98 | 2335.99 |
| TOTAL AMOUNT-- | | | | | | | | | | 11384.55 |
| Attn: Dave Vermeulen | | | | | | | | | | |
| Confirming your pricing inquiry. Please note that our minimum order amt. is \$300.00. We price per lb and pack in kilos. | | | | | | | | | | |
| Our standard pack size is a 20kg container. We upcharge \$1.50/lb for 5kg pack sizes, and upcharge \$3.00/lb for 1kg pack sizes. If you have any other questions, please call. Thank you. Diane. | | | | | | | | | | |
| QUOTATION | | | | | | | | | | |

NO MERCHANDISE IS TO BE RETURNED WITHOUT PRIOR AUTHORIZATION
P-48A (REV. 6/92)

A SENSIENT COMPANY

LCW/Farner-Jenkinson

08/27/2002 11:57 FAX 9082223860



Lcw

Attn: Dick Vermeulen

COMPANY NAME: OptiSave

PLEASE CHECK ONE:

ADDRESS: _____

INDIVIDUAL _____

CITY, STATE, ZIP: _____

PARTNERSHIP _____

CORPORATION _____

FAX: _____

PHONE: _____

NAME OF PARENT CO: _____

A/P PHONE: _____

A/P CONTACT: _____

D & B #: _____

TYPE OF BUSINESS: _____

DATE STARTED: _____

ANNUAL SALES: _____

PLEASE PROVIDE 3 TRADE REFERENCES...INCLUDING FAX NUMBERS.

1 _____

FAX#: _____

2 _____

FAX#: _____

3 _____

FAX#: _____

PLEASE RETURN THIS CREDIT APPLICATION TO THE ATTENTION OF:

SUSAN LARACUENTA/CREDIT DEPARTMENT

FAX# 908-757-3170

PHONE# 908-769-3334

107 Wade Avenue • South Plainfield, New Jersey 07080
Telephone 908 757-4500 • Fax 908 757-3170 • Toll Free 800 543-4524